

ARTICLES OF ASSOCIATION

QUARTIERS PROPERTIES AB (PUBL) 556975-7684

Adopted at the General Meeting of February 23, 2017

1 COMPANY NAME

The name of the company is Quarties Properties AB (publ).

2 REGISTERED OFFICE

The Board has its office in the county of Stockholm, in the municipality of Stockholm.

3 OBJECTS OF THE COMPANY

The Company shall be the subject for its business, to directly or through wholly or partly owned subsidiaries, acquire, manage, refine, own and dispose properties and securities and conduct therefrom other relevant activities.

4 SHARE CAPITAL

The share capital shall amount to at least SEK 725,000 and no more than SEK 2,900,000.

5 NUMBER OF SHARES

The number of shares shall be at least 29,000,000 and no more than 116,000,000.

6 CLASS OF SHARES AND LEVEL OF VOTING RIGHTS

6.1 The company's shares can be divided into two share classes, ordinary shares and preference shares. Each share can be issued to a maximum of 100 percent of the share capital.

6.2 Ordinary shares shall have a voting value of ten (10) votes and preference shares shall have a voting value of one (1) vote.

7 PREFERENTIAL SUBSCRIPTION AT ISSUANCE

7.1 If the company decides to issue shares of all classes through cash issue or offset issue, shareholders shall have preferential subscription right of new shares of the same class in proportion to the number of shares previously held by the shareholder (primary preferential subscription right). Shares not subscribed with primary preferential subscription rights shall be offered to all shareholders for subscription (subsidiary subscription right). If the offered shares are not sufficient for the subscription that is made for the subsidiary preferential rights, the shares shall be allocated among the subscribers in proportion to the number of shares they previously owned and to the extent that this cannot be done by a lottery.

- 7.2 If the company decides to issue shares through a cash issue or an offset issue, all shareholders, regardless of their shareholdings, shall have the right to subscribe for new shares in proportion to the number of previously owned shares.
- 7.3 If the company decides to issue warrants or convertibles through a cash issue or an offset issue, shareholders have the pre-emptive right to subscribe for warrants as if the issuance was a consequence of the option and subscription right to subscribe for convertibles as if the issue was related to the shares that convertibles might be exchanged against.
- 7.4 The above mentioned should not imply any restriction for the shareholders on the ability to make decisions for a cash issue or an offset issue with exception from shareholder's preferential right.
- 7.5 An increase of the share capital through a bonus issue may only be through the issuing of ordinary shares. In addition, only ordinary shareholders are entitled to the new ordinary shares. The bonus shares must be distributed among all the shareholders of ordinary shares in proportion to the number of ordinary shares they previously own. What's been mentioned should not imply any restriction for the shareholders on the ability to through a bonus issue, after following necessary amendment of the articles of association to issue new shares.

8 PREFERENTIAL SUBSCRIPTION AT DIVIDENDS

- 8.1 If the General Meeting decides to distribute dividends, then preference shares should have preferential rights in respect of ordinary shares for annual dividends corresponding to a total yearly dividend of SEK 0,96, with quarterly payments of SEK 0,24 per preference share.
- 8.2 Dividends of preference shares shall be made quarterly with a total of SEK 0,24 per preference share. Reconciliation dates for quarterly payments each year shall be Mars 31st, June 30th, September 30th and December 30th. If such day is not a business day (i.e. a day that is not Saturday, Sunday or a public holiday), the reconciliation date should be the very previous business day. Dividends shall take place the third business day after the conciliation date.
- 8.3 If the General Meeting decides to distribute dividends, then the class A shares in addition to the above mentioned should also give rights in respect of the ordinary shares to the distribution of dividends (as defined below), evenly distributed on each preference share. Preference shares should not, in any event, entail any right to distribution of dividends.
- 8.4 If dividends on preference shares are not paid in conjunction with a quarterly reconciliation date in accordance with above mentioned clause 8.2 or if the quarterly dividend is less than SEK 0,24 per preference share then an amount of corresponding to the difference between SEK 0,24 per preference share and dividend paid per preference share shall be added to the outstanding amount.

Amounts outstanding per quarter shall be cumulative calculated day by day with a factor corresponding to an annual interest rate of twelve (12) percent, wherein grossing up will start from the payment date of the quarterly dividend.

9 REDEMPTION OF PREFERENCE SHARES

- 9.1 Reduction of the share capital, but not below the minimum capital, may be through the redemption of a certain number or all preference shares by decision by the General Meeting. When a redemption decision is taken, an amount corresponding to the amount of reduction shall be allocated to the reserve fund if necessary funds are available.
- 9.2 The distribution of which preference shares to be redeemed shall be proportional to the number of preference share held by each preference shareholder at the time of the resolution by the General Meeting. If the above distribution does not go smoothly, the Board shall decide on the allocation of the excess preference shares to be redeemed. However, if the decision is supported by all preference share shareholders, the Board may decide which preference shares to be redeemed.
- 9.3 The exercise price for the preference shares shall be twelve (12) SEK per preference share share plus the outstanding amount evenly distributed on each redeemed preference share.
- 9.4 It is mandatory for preference share shareholders notified for redemption to within three (3) months after receiving a written notification of the resolution to accept the exercise price for the preference share or, where the Swedish Companies Registration Office or the Courts authorization for the reduction is required, after notification that a decision on such state has been confirmed.

10 DISSOLUTION OF THE COMPANY

- 10.1 If the company is liquidated, then preference shares shall have preferential rights in respect of ordinary shares to receive an amount per preference share from the company's assets evenly distributed on each preference share before distribution is made to the ordinary shareholders, which is calculated as the sum of twelve (12) SEK, outstanding and accrued part of the dividend of the preference shares. Preference shares should not, in any event, entail any right to a share of distribution.

11 BOARD

The Board shall consist of at least three (3) and a maximum of nine (9) board members with at least zero (0) and no more than three (3) deputy members.

12 AUDITORS

The company must have at least one (1) and no more than two (2) auditors with or without deputy auditors. To the auditor, as the present case, deputy accountants shall select an authorized accountant or a registered audit firm.

13 NOTICE OF GENERAL MEETING

- 13.1 Notice of ordinary General Meeting and notice for Extraordinary General Meeting, in which an amendment of the Articles of Association will be dealt with shall be issued earliest six weeks before and no later than four weeks before the meeting. Notice of any other kind of Extraordinary Meeting shall be issued earliest six weeks before and no later than two weeks before the meeting.
- 13.2 Notice of ordinary General Meeting shall be advertised through the Postal mail and Domestic Newspapers and by making the notice available on the company's website. Simultaneously as the notice is announced the company must announce that an announcement has been made through the Swedish newspapers Dagens Nyheter or Svenska Dagbladet.
- 13.3 To participate in the General Meeting, shareholders must be registered in print or other presentation of the whole share register regarding the conditions five weekdays before the meeting, and register at the company on the date stated in the notice for meeting. Above mentioned weekdays may not be Sunday, other public holyday, Saturday, Midsummer Eve, Christmas Eve or New Year's Eve and not earlier than the fifth weekday before the meeting.
- 13.4 In order for shareholders to receive a maximum of two assistants at the General Meeting, shareholder must report the number of assistants to the company in the manner and time specified in the previous paragraph regarding shareholders own reporting obligations.

14 GENERAL MEETING CASES

The following cases will be considered at the General Meeting:

1. Opening of the General Meeting
2. Election of Chairman
3. Establishment and approval of electoral register
4. Election of one or two tellers
5. Check whether the meeting has been convened properly
6. Approval of the agenda
7. Presentation of the Annual Report the Audit Report, as well as, consolidated financial statements and group audit report
8. Decisions on,
 - a. determination of the financial performance and the balance sheet and as in present case group performance and group balance sheet
 - b. disposals of the company's profit or loss according to the established balance sheet
 - c. discharge to Board members and deputy's
9. determination of the number of Board members, auditors and any deputy's
10. determination of fees to Board members and auditors
11. election of Board members, auditors and any deputy's to them
12. decision on election nominating committee
13. other cases that arrives at the meeting according to the share register statues or the Articles of Association
14. meeting closing

15 FISCAL YEAR

The company's fiscal year is January 1st – December 31st

16 VPC COMPANY

The company's shares shall be registered in a VPC register pursuant to the operation of financial instruments Act (1988:1479).